

EXHIBIT H

1 UNITED STATES DISTRICT COURT

2 FOR THE DISTRICT OF MASSACHUSETTS

3 UNITED STATES OF AMERICA)

4 450 Fifth Street NW, Suite 8000)

5 Washington, DC 20530)

Case No.

1:23-cv-10511-WGY

6 COMMONWEALTH OF MASSACHUSETTS)

7 One Ashburton Place, 18th Floor)

8 Boston, MA 02108)

9 DISTRICT OF COLUMBIA)

10 400 Sixth Street NW, Tenth Floor)

11 Washington, DC 20001)

12 STATE OF CALIFORNIA)

13 300 South Spring Street)

14 Suite 1702)

15 Los Angeles, CA 90013)

16 STATE OF MARYLAND)

17 200 St. Paul Place, 19th Floor)

18 Baltimore, MD 21202)

19 STATE OF NEW JERSEY)

20 124 Halsey Street - 5th Floor)

21 Newark, New Jersey 07102)

22 STATE OF NEW YORK)

23 28 Liberty Street, 20th Floor)

24 New York, NY 10005)

25 and)

STATE OF NORTH CAROLINA)

P.O. Box 629)

Raleigh, NC 27602)

Plaintiffs,)

vs.)

JETBLUE AIRWAYS CORPORATION)

27-01 Queens Plaza North)

Long Island City, NY 11101)

and)

SPIRIT AIRLINES, INC.)

2800 Executive Way)

Miramar, FL 33025)

Defendants.)

1 network."

2 Do you see that?

3 A Yes.

4 Q Do you agree with that?

5 A It is correct, yes, in my view.

6 Q In your view, are there any other
7 benefits relating to the loyalty program that
8 will arise as a result of the merger?

9 A More customers. And, I mean,
10 every customer, not just frequent flyers, would
11 get access to a loyalty program that gives more
12 benefits.

13 Q Is there anything else?

14 A Our loyalty program is unique that
15 it does give rewards for whoever you are, and I
16 think that is quite specific versus key
17 competition.

18 Q Can you elaborate on what you mean
19 by that?

20 A There's more JetBlue to more
21 places with low fares and a great product. The
22 loyalty program, you will be able to earn
23 benefits through our loyalty program, more
24 people in more places.

25 Q So before you said our loyalty

1 program is unique that it does give rewards for
2 whoever you are.

3 What does that mean, "for whoever
4 you are"?

5 A Well, what I mean is it is for
6 everyone, whether you are a frequent or an
7 infrequent customer.

8 Q How?

9 A Because you can earn points more
10 easily and get benefits without being -- I'm
11 using a generic term, an elite status customer.

12 Q Okay. And I think you said
13 before, you said I think "that is quite
14 specific versus key competition."

15 What did you mean by that?

16 A What I mean is that JetBlue offers
17 benefits through its loyalty program to
18 infrequent leisure travelers, more frequent
19 leisure travelers and business flyers, so it's
20 for everyone. Many other programs you have to
21 be a frequent flyer.

22 Q What are the key competitors you
23 are referring to?

24 A We compete with any other airline
25 out there, and it will vary by route as well

1 main areas. Yeah, those are the main areas,
2 yeah.

3 Q So which of those main areas --
4 strike that.

5 So you would agree that other
6 airlines offer the opportunity to earn rewards
7 through the use of credit card points, correct?

8 MR. SCHWED: Objection.

9 THE WITNESS: I'm sure some do.

10 BY MR. WINDLE:

11 Q Are you aware of other airlines
12 that allow you to earn rewards through flight
13 purchases?

14 A I don't know the de -- that level
15 of detail, I'm afraid.

16 Q Do you look at your key
17 competitors when you're trying to develop
18 products?

19 A We would.

20 Q Are you in the course of looking
21 at those competitors for that workflow we just
22 talked about -- strike that. Let me rephrase.

23 When you look at your key
24 competitors, do you evaluate their product
25 offerings?

1 A We would do that, yes.

2 Q Is that part of your role?

3 A We would look at, in a general
4 market knowledge, what the key competitors
5 have, yes.

6 Q So do you know whether any of your
7 key competitors allow you to earn rewards based
8 on purchasing flights?

9 A Yes, they would.

10 Q Okay. Do you know if any of your
11 key competitors allow customers to earn rewards
12 by purchasing hotels, hotel rentals?

13 A They would, yes. I'm sure some of
14 them would.

15 Q So what aspect of JetBlue's Blue
16 Basic is -- strike that.

17 So what aspect of the way that
18 customers earn rewards on Blue Basic is unique
19 to JetBlue?

20 MR. SCHWED: I don't think you
21 meant Blue Basic.

22 MR. WINDLE: Thank you.

23 BY MR. WINDLE:

24 Q What aspect of the way that
25 JetBlue TrueBlue members earn rewards is unique